

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
(Richmond Division)

In Re:

CIRCUIT CITY STORES, INC., *et al.*

Debtors

Case No. 08-35653-KRH

(Chapter 11)

TYSONS 3, LLC'S STATEMENT OF CURE  
UNDER LEASE OF NON-RESIDENTIAL PROPERTY

(Store No. 3735)

Tyson's 3, LLC ("Landlord"), through its undersigned counsel, Mitchell B. Weitzman, Bean, Kinney & Korman, P.C., hereby file this Statement of Cure Under Lease of Non-Residential Property.

1. On November 10, 2008, Debtors filed a voluntary petition under Chapter 11 of the Bankruptcy Code.
2. Jurisdiction to consider this matter is vested in the Court pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is prescribed by 28 U.S.C. §§ 1408 and 1409.
3. On April 21, 2005, Debtor Circuit City Stores, Inc. ("Debtor") and Landlord entered into a Deed of Lease Agreement, pursuant to which Debtor occupies approximately 20,363 square

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feet at the Tysons 3 Center in Vienna, Virginia, for an initial term expiring on September 15, 2019 (the "Lease").

4. This Statement of Cure is filed pursuant to the Notice of Approval of Order (I) Approving Procedures in Connection with Sale of All or Substantially All of the Business " (Docket No. 1454) to reflect the amount necessary to cure under Bankruptcy Code Sections 365(b)(1)(A) and (B) and 365(f)(2) in connection with any proposed assumption or assignment of the Lease.
5. The cure sum through January 2009 is as follows: (a) \$20,540.00, representing 2008 year-end reconciliation charges for common area maintenance costs and taxes (See Exhibit 1); plus (b) \$1,900.00, in underpayment of January 2009 rent. The cure sum totals \$22,440.00.

Respectfully submitted,

By: /s/ Mitchell B. Weitzman  
Mitchell B. Weitzman, VSB 28434  
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Mweitzman@beankinney.com  
Counsel for TYSONS 3, LLC

**CERTIFICATE OF SERVICE**

I hereby certify that on January 14, 2009, a copy of the foregoing Statement of Cure Under Lease of Non-Residential Property is to be served by electronic means via the Court's ECF/CM system and to the following:

Dion W. Hayes  
Douglas M. Foley  
McGuire Woods LLP  
One James Center  
901 East Cary Street  
Richmond, VA 23219

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/s/ Mitchell B. Weitzman  
Mitchell B. Weitzman

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# THE ZIEGLER COMPANIES, LLC

Shopping Center Developers since 1961

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December 31, 2008 (sent via FAX 804-486-8162) & REGULAR MAIL

Mr. Travis Varner  
Property Administrator  
CIRCUIT CITY STORES, INC.  
Deep Run 1  
9950 Maryland Drive  
Richmond, VA 23233

Re: Tysons 3 Center (Store: #3735)  
Tysons Corner, Virginia (8520-C Leesburg Pike)

Dear Mr. Varner:

The following is an itemized accounting of common area costs for the above referenced project for 2008:

Common Area Electric	\$4,061	
Gas, Repairs, & Maintenance for Equipment	4,848	
Equipment Purchases	-0-	
Exterior Painting	-0-	
Landscape Maintenance	11,852	
Insurance: Liability/Property	7,725	
Insurance for Truck	1,125	
Insurance: Worker's Comp.	273	
Maintenance/Repairs	3,948	
Parking Lot Cleaning	8,820	
Parking Lot Repairs	-0-	
Payroll (Maintenance)	8,374	
Payroll Taxes	718	
Pylon Sign Repairs	-0-	
Trash Removal	19,942	
Health Insurance for employees	2,330	
Snow Removal	<u>2,817</u>	
	\$76,833	
Plus 10% Administrative Fee:	<u>7,683</u>	
	\$84,516	
 Your share of common area costs, 49.87% <u>1/</u>	\$42,148	
Common area payments received by Landlord	<u>42,768</u>	
<b>AMOUNT DUE FROM LANDLORD:</b>	<b>\$620</b>	(see Note)
 Real Estate Taxes paid in 2008 (less Dulles Rail Tax):	\$233,889	
Dulles Rail Tax paid in 2008	\$49,909	
 Your share of \$233,889 Real Estate Taxes, 49.87% <u>1/</u>	\$116,640	
Your share of Dulles Rail Tax, 49.87%	<u>10,000</u>	(maximum due from Tenant)
Total Share of Tenant Taxes:	\$126,640	
Tax payments received by Landlord:	<u>105,480</u>	
<b>AMOUNT DUE FROM TENANT:</b>	<b>\$21,160</b>	(see Note)

Mr. Travis Varner  
December 31, 2008  
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Note: Net Amount Due from Tenant: \$20,540 (\$21,160 due from Tenant less \$620 due from Landlord)

1/ Total Gross Floor Area of project is 40,833 s.f.. Your space occupies 20,363 s.f. which is 49.87%.

**Summary of 2009 monthly payments (due 1st of each month):**

<b>2009 Fixed Rent</b>	<b>\$76,361</b>	
<b>2009 Estimated Common Area &amp; Insurance:</b>	<b>3,818</b>	<b>(\$2.25/s.f.)</b>
<b>2009 Estimated Real Estate Taxes:</b>	<b><u>10,436</u></b>	<b>(\$6.15/s.f.)</b>
	<b>\$90,615</b>	

Sincerely,

THE ZIEGLER COMPANIES, LLC

Paula J. Wills

Enclosure: Copy of Real Estate Tax Bill and "Paid" Insurance bill